

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

FLASHPOINT TECHNOLOGY, INC.,

Plaintiff,

V.

APITEK, INC., ARGUS CAMERA CO., LLC,
BUSHNELL INC., DXG TECHNOLOGY (U.S.A.)
INC., DXG TECHNOLOGY CORP., GENERAL
ELECTRIC CO., LEICA CAMERA AG, LEICA
CAMERA INC., MINOX GMBH, MINOX USA, INC.,
MUSTEK, INC. USA, MUSTEK, INC., OREGON
SCIENTIFIC, INC., POLAROID CORP., RITZ
INTERACTIVE, INC., RITZ CAMERA CENTERS,
INC., SAKAR INTERNATIONAL, INC., D/B/A
DIGITAL CONCEPTS, TABATA U.S.A., INC., D/B/A
SEA & SEA, TARGET CORP., VISTAQUEST CORP.,
VUPOINT SOLUTIONS, INC., WALGREEN CO., and
WAL-MART STORES, INC.,

Defendants

C.A. No. 08-139-GMS

JURY TRIAL DEMANDED

PLAINTIFF'S REPLY TO DXG TECHNOLOGY CORP.'S COUNTERCLAIMS

Plaintiff FlashPoint Technology, Inc. (“FlashPoint”) hereby responds to each paragraph of DXG Technology Corp.’s (“DXG Corp.”) Counterclaims as follows:

PARTIES

1. Upon information and belief, admitted.
2. FlashPoint is without sufficient information or knowledge to form a belief as to the truth or falsity of the allegations of Paragraph 2 and therefore denies same.
3. Admitted.
4. Admitted that FlashPoint does not presently manufacture or sell any consumer products, but averred that it has previously done so. Otherwise, denied.

PATENTS-IN-SUIT

5. Admitted that FlashPoint is the legal owner of the patents-in-suit.

JURISDICTION AND VENUE

6. Admitted that this Counterclaim purports to arise under the Declaratory Judgment Act and the patent laws of the United States, but otherwise denied.

7. Admitted.

8. Admitted.

9. Admitted that venue is proper pursuant to 28 U.S.C. § 1391, but otherwise denied.

10. Admitted that an actual and justiciable controversy exists between DXG Corp. and FlashPoint relating to the validity and infringement of one or more claims of the patents-in-suit, but otherwise denied.

COUNTERCLAIMS

11. FlashPoint incorporates the replies set forth in Paragraphs 1-10 above as if fully set forth herein.

12. Denied.

13. Denied.

14. Denied.

15. Denied.

16. Admitted that an actual and justiciable controversy exists between DXG Corp. and FlashPoint relating to the validity and infringement of one or more claims of the patents-in-suit, but otherwise denied.

17. Admitted that this case is an exceptional case pursuant to 35 U.S.C. § 285 as against DXG Corp., but otherwise denied.

18. No response to Paragraph 18 is required.

PRAYER FOR RELIEF

In addition to the relief requested in Plaintiff's Original Complaint, Plaintiff respectfully requests a judgment as follows against DXG Corp. as follows:

- A. That DXG Corp. takes nothing by its Counterclaims;
- B. That the Court award Plaintiff costs and attorneys' fees incurred in defending against these Counterclaims; and
- C. Any and all further relief for Plaintiff as the Court may deem just and proper.

JURY DEMAND

Plaintiff demands a trial by jury on all issues.

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Dated: June 3, 2008

CERTIFICATE OF SERVICE

I, Evan O. Williford, hereby certify that on June 3, 2008, I caused to be electronically filed a true and correct copy of the foregoing document – **Plaintiff's Reply to DXG Technology Corps.'s Counterclaims** – with the Clerk of Court using CM/ECF which will send notification of such filing to the following local counsel for defendants:

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I further certify that on June 3, 2008, I caused a copy of the foregoing document
to be served on the following defendants by First Class Mail:

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